

Hapten Sciences, Inc.
40 South Front Street, Suite 2300
Memphis, Tennessee 38103

July 20, 2011

Memphis Biomed Ventures Tennessee I, LLC
Attention: Gary Stevenson
17 West Pontotoc, Suite 200
Memphis, TN 38103

Re: Investment in Hapten Sciences, Inc.

Dear Gary:

Pursuant to the Investor Common Stock Purchase Agreement entered into as of July 19, 2011, by and among Hapten Sciences, Inc., a Delaware corporation, Memphis Biomed Ventures Tennessee I, LLC ("MB Ventures") and Dr. Mahmoud ElSohly, MB Ventures has purchased 800,000 shares of Investor Common Stock in Hapten Sciences, Inc. for \$800,000.

We look forward to the relationship between the company and MB Ventures and thank you for your support.

Sincerely,



Gary Prosterman
Treasurer and Secretary,
Hapten Sciences, Inc.